



DJJ Transportation Services, Inc.

a subsidiary of

The David J. Joseph Company

July 7, 1998

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

RECORDATION NO. 21507- FILED

JUL 13 '98

1-16 PM

RECEIVED
SURFACE TRANSPORTATION
BOARD
JUL 13 1 16 PM '98

Dear Mr. Williams:

Enclosed is an original and one copy of the Memorandum of Railroad Equipment Lease Agreement dated as of May 15, 1998 between the following parties:

Lessee: Meridian Aggregates Company, A Limited Partnership
5575 DTC Parkway, Suite 325
Greenwood Village, CO 80111

Lessor: DJJ Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment involved in this transaction.

Please file this agreement as a primary document. The amount of \$26.00 is included in the enclosed check No. 438203.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Julie M. Woodard
Documentation Assistant

Enclosures

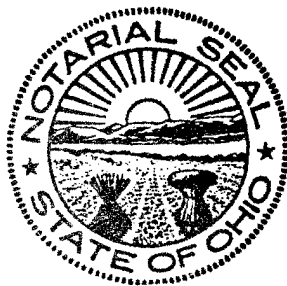
300 Pike Street
Cincinnati, Ohio 45202-4214
(513) 621-8770
FAX (513) 345-4422

Mail Address:
P.O. Box 1078
Cincinnati, Ohio 45201-1078

CERTIFICATE

The undersigned, Julie M. Woodard, notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.

Julie M. Woodard
Notary Public



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires Sept. 24, 2002

RECORDATION NO. 21507- FILED

**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT**

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This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 15th day of May, 1998, is intended to evidence the lease dated as of May 15, 1998 (the "Lease"), between **DJJ TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **MERIDIAN AGGREGATES COMPANY, A LIMITED PARTNERSHIP**, a Delaware limited partnership ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the nineteen (19) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

DJJ TRANSPORTATION SERVICES, INC.

**MERIDIAN AGGREGATES COMPANY,
A LIMITED PARTNERSHIP**

By: 

By: 

Name: Douglas F. McMillan

Name: Jeffrey S. Schaffer

Title: President

Title: Vice President

Date: May 15, 1998

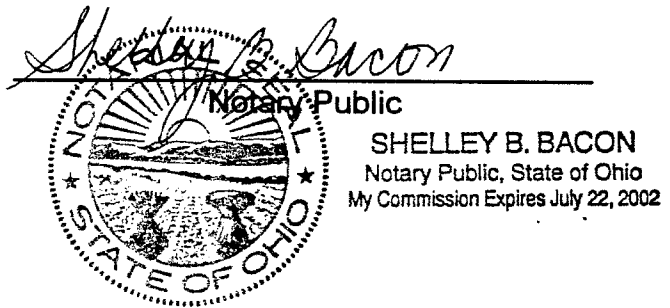
Date: June 1, 1998

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 15th day of May, 1998,
by Douglas F. McMillan, the President of DJJ Transportation Services, Inc., a Delaware
corporation, on behalf of the corporation.

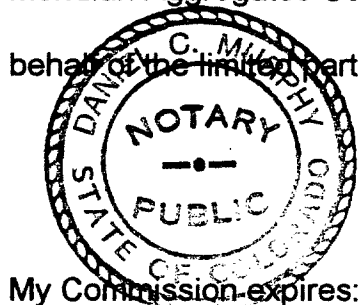
My Commission expires:

July 22, 2002



STATE OF Colorado)
)
COUNTY OF Arapahoe) SS:

The foregoing instrument was acknowledged before me this 1st day of
June, 1998, by Jeffrey S. Schaffer, the Vice President of
Meridian Aggregates Company, A Limited Partnership, a Delaware limited partnership, on
behalf of the limited partnership.



My Commission expires:

Feb. 13, 2001

Daniel C. Murphy
Notary Public

EXHIBIT A

To the Memorandum of Lease dated May 15, 1998, between DJJ Transportation Services, Inc. and Meridian Aggregates Company, A Limited Partnership.

DESCRIPTION OF UNITS

Nineteen (19) railcars bearing reporting marks as follows:

DJTX 5100 - 5118